

## **EXHIBIT A**

# ALSTON & BIRD

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October 26, 2018

VIA UPS AND EMAIL

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VIA UPS

Robert A. Reicker  
Chief Financial Officer  
Sears Holdings Corporation  
3333 Beverly Road  
Hoffman Estates, IL 60179

Re: *In re Sears Holdings Corporation, et al., Case No. 18-23538 (RDD); Demand for Reclamation of Goods Pursuant to Bankruptcy Code §546(c) and U.C.C. §2-702 on behalf of Twentieth Century Fox Home Entertainment LLC*

Dear Sirs and Madam:

I am writing as counsel Twentieth Century Fox Home Entertainment LLC (“Fox”) with respect to the above-referenced, jointly administrated Chapter 11 cases.

As set forth in the report attached as Exhibit A, Fox sold certain goods (collectively the “Goods”) to Kmart Corporation (“Kmart”) within the 45-day period preceding the Petition Date, *i.e.*, between August 31, 2018, and October 15, 2018 (the “Reclamation Period”).

The Goods were sold to Kmart on credit and received by Kmart while it was insolvent, which insolvency is evidenced, in whole or in part, by the Debtors’ filing of Petitions for Relief under Chapter 11 of the United States Code 11 U.S.C. §101, et seq. (the “Bankruptcy Code”) on October 15, 2018 (the “Petition Date”). The value of the outstanding invoices related to the Goods is \$207,260.15.

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Demand is hereby made pursuant to U.S.C. §546(c) and U.C.C. §2-702 for return of the Goods. Fox also demands that the Debtors immediately segregate the Goods during an interim period for Debtors to return the goods. This letter is written notice that these Goods are not to be sold, used or otherwise transferred except with Fox's written consent or by order of the court of competent jurisdiction entered upon prior notice to Fox.

This demand is made without prejudice to Fox's right to seek an 11 U.S.C. §503(b)(9) administrative claim with respect to any portion of the Goods that were received by the Debtors within twenty (20) days before the Petition Date, and receive payment pursuant to 11 U.S.C. §503(b)(1) with respect to any portion of the Reclamation Goods that were received by the Debtors after the Petition Date.

Please contact me if you have any questions regarding the above.

Very truly yours,



Leib M. Lerner

cc: James Vincequerra, Esq.  
(Enclosure)